

# PD2000098502

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: RANGER & SMITH CO.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600007606156--7  
-09/09/02--01075--015  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

**ADDITIONAL COPY REQUIRED**

FROM: FERNANDA J. VOIGT  
Name (Printed or typed)

8770 SUNSET DR # 286  
Address

MIAMI FL 33173  
City, State & Zip

305 510 1616  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 SEP -9 AM 9:51

FILED

NOTE: Please provide the original and one copy of the articles.

mi aluz

CERTIFICATE OF INCORPORATION  
OF  
**RANGER & SMITH Co.**

WE THE UNDERSIGNED, DO HEREBY ASSOCIATE OURSELVES TOGETHER AND  
SUBSCRIBE THIS CERTIFICATE OF INCORPORATION FOR THE PURPOSE OF FORMING  
A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND SUBJECT TO  
THE FOLLOWING PROVISIONS;

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02 SEP -9 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE ONE

THE NAME OF THIS CORPORATION SHALL BE:

**RANGER & SMITH Co.**

ARTICLE TWO

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED  
UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE THREE

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THE CORPORATION SHALL  
HAVE OUTSTANDING AT ANY TIME, SHALL BE ONE THOUSAND ( 1,000) SHARES OF  
STOCK, WHICH SHALL BE COMMON STOCK OF A PAR VALUE OF FIFTY CENTS (\$0.50)  
OF A DOLLAR PER SHARE. ALL OR ANY PART OF THE CAPITAL STOCK MAY BE PAID  
EITHER IN LAWFUL MONIES OF THE UNITED STATES OF AMERICA, OR IN SERVICES,  
AT A TRUE VALUATION THEREOF.

ARTICLE FOUR

THIS CORPORATION SHALL BEGIN BUSINESS WITH A MINIMUM CAPITAL OF THE  
AMOUNT OF FIVE HUNDRED (\$500.00 ) DOLLARS.

ARTICLE FIVE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE SIX

THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE LOCATED AT:

8770 Sunset Drive, #286, Miami, Florida 33173

OTHER OFFICES FOR THE TRANSACTION OF BUSINESS MAY BE LOCATED WHEREVER THE DIRECTORS MAY DEEM NECESSARY OR EXPEDIENT.

ARTICLE SEVEN

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS, WHO NEED NOT BE STOCKHOLDERS OF THE CORPORATION. THE NUMBER OF DIRECTORS, NOT LESS THAN ONE, SHALL BE FIXED BY RESOLUTION OF THE STOCKHOLDERS AT ANY REGULAR OR SPECIAL MEETING, SUBJECT TO THE MANNER OF HOLDING SUCH MEETING PRESCRIBED BY THE BY-LAWS.

ARTICLE EIGHT

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

BOARD OF DIRECTORS

Fernanda J. Voigt      8770 Sunset Drive, # 286, Miami FL 33173

OFFICERS

PRESIDENT:          Fernanda J. Voigt

ARTICLE NINE

THE NAMES AND POST OFFICE ADDRESSES OF EACH OF THE SUBSCRIBERS TO THIS CERTIFICATE OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK, WHICH EACH SUBSCRIBER AGREES TO TAKE, ARE AS FOLLOWS:

NAME	ADDRESS	NO. SHARES
Fernanda J. Voigt	8770 Sunset Dr #286, Miami Florida 33173	1000

ARTICLE TEN

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OR ALL OF THE BUSINESSES ENUMERATED IN ARTICLE TWO OF THIS CERTIFICATE, AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW OR

HEREAFTER CONFERRED UPON IT BY LAW.

#### ARTICLE ELEVEN

THIS CORPORATION SHALL HAVE THE POWER TO ISSUE THE WHOLE OR ANY PART, DETERMINED BY THE BOARD OF DIRECTORS, OF THE SHARES OF THE CAPITAL STOCK AS PARTLY PAID, SUBJECT TO CALLS THEREON UNTIL THE WHOLE THEREOF SHALL HAVE BEEN PAID.

#### ARTICLE TWELVE

UPON ELECTION OF A BOARD OF DIRECTORS BY THE STOCKHOLDERS, SUCH BOARD OF DIRECTORS SHALL MANAGE THE BUSINESS AFFAIRS OF THIS CORPORATION WITHOUT THE NECESSITY OF FURTHER AUTHORITY FROM THE STOCKHOLDERS, EXCEPT AS BY LAW OR IN THIS CERTIFICATE OTHERWISE PROVIDED; ANY ACTION OF SUCH BOARD OF DIRECTORS MAY BE RESCINDED OR ANY DIRECTOR OR OFFICER REMOVED FROM OFFICE, ONLY UPON A VOTE OF STOCKHOLDERS HOLDING THE MAJORITY OF THE STOCK OF THE CORPORATION WHICH MAY AT SUCH TIME ACTUALLY ISSUED UNLESS OTHERWISE PROVIDED BY THE BY-LAWS OF THE BOARD OF DIRECTORS. ALL HOLDERS OF COMMON STOCK OF THIS CORPORATION SHALL BE ENTITLED TO VOTE THE SAME IN ANY MANNER PROVIDED BY LAW WHETHER SAID STOCK SHALL BE FULLY OR PARTIALLY PAID UNLESS OTHERWISE DETERMINED BY THE BOARD OF DIRECTORS AT OR BEFORE THE TIME OF ISSUANCE THEREOF.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE HEREUNTO SET THEIR HANDS AND AFFIXED THEIR SEALS, THIS 28<sup>th</sup> DAY OF August 2002

[Signature] (SEAL) \_\_\_\_\_ (SEAL)  
\_\_\_\_\_ (SEAL)

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED: Fernanda J. Voigt, WHO, AFTER BEING BY ME FIRST DULY SWORN, EXECUTED THE FOREGOING CERTIFICATE OF INCORPORATION, FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET HAND AND OFFICIAL SEAL AT MIAMI, SAID COUNTY AND STATE, THIS 28 DAY OF August 2002

NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

MY COMMISSION EXPIRES:

[Signature]  
Jose Gibonis  
Commission # 0006134  
Expires Sep. 22, 2005  
Banded This Date  
Atlantic Bonding Co., Inc.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST- THAT **RANGER & SMITH Co.**

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED Fernanda J. Voigt, 8770 Sunset Dr. #286, CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE   
TITLE PRESIDENT  
DATE 08.28.02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE   
DATE 08.28.02

FILED  
02 SEP -9 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA